

**Wanbury Limited**

Regd. Office : BSEL Tech Park, B-wing
10th Floor, Sector-30 A,
Opp. Vashi Railway Station,
Vashi Navi Mumbai 400 703
Maharashtra, INDIA
Tel. : +91-22-6794 2222
+91-22-7196 3222
Fax : +91-22-6794 2111/333
CIN L51900MH1988PLC048455
Email : info@wanbury.com
Website : www.wanbury.com

28th September, 2022

To,
The Manager,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051.

To,
The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Symbol: WANBURY

Scrip Code: 524212

Dear Sir /Madam,

**Sub.: Submission of Voting Results of the 34th Annual General Meeting (AGM)
held on Wednesday, 28th September, 2022.**

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we are enclosing herewith the Voting Results of the 34th Annual General Meeting held on Wednesday, 28th September, 2022.

The Copy of the Scrutinizer Report submitted by Ms. Kala Agarwal, Practicing Company Secretary is also enclosed herewith.

Kindly take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,
For Wanbury Limited

Jitendra J. Gandhi
Company Secretary

Encl.: a/a.



**DISCLOSURE AS PER REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

Date of the AGM	28th September, 2022
Total number of Shareholders on Record Date	11831
No. of shareholders present in the meeting either in person: Promoters and Promoter Group: Public:	 NIL NIL
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	 02 121

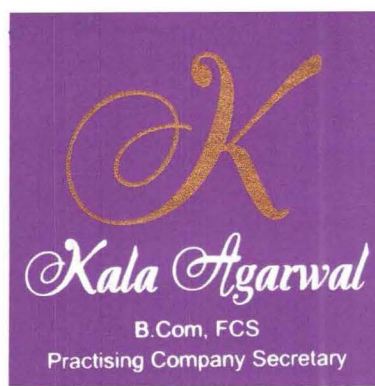
Wanbury Limited								
Resolution Required: (Ordinary)			1 - a) the Standalone Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022 along with the Reports of Directors and Auditors thereon. b) the Consolidated Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} \times 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} \times 100$	$[7] = \frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	13029561	13029561	100	13029561	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	13029561	13029561	100	13029561	0	100	0
Public Institutions	E-Voting	587	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	19665350	684281	3.48	684280	1	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	19665350	684281	3.48	684280	1	100	0
Total		32695498	13713842	41.94	13713841	1	100	0

Wanbury Limited								
Resolution Required: (Ordinary)			2. -Re-appointment of Mr. K. Chandran (DIN-00005868), Director of the Company liable to retire by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Catego ry	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polle d on outst andin g share s	No. of Votes - in favour	No. of Vot es - Ag ain st	% of Votes in favour on votes polled	% of Votes again st on votes polle d
		[1]	[2]	[3]={ [2]/[1] }*100	[4]	[5]	[6]={ [4]/[2] }*100	[7]={ [5]/[2] }*100
Promot er and Promot er Group	E- Voting	13029561	13029561	100	13029561	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	13029561	13029561	100	13029561	0	100	0
Public Institut ions	E- Voting	587	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institut ions	E- Voting	19665350	684281	3.48	684280	1	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	19665350	684281	3.48	684280	1	100	0
Total		32695498	13713842	41.94	13713841	1	100	0

Wanbury Limited								
Resolution Required: (Ordinary)			3 - Re-appointment of M/s. V. Parekh & Associates, Chartered Accountants, (Firm Registration No. 107488W), Mumbai as Statutory Auditors of the Company for a second term of five years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polle d on outst andin g share s	No. of Votes - in favour	No. of Vot es - Ag ain st	% of Votes in favour on votes polled	% of Votes again st on votes polle d
		[1]	[2]	[3]={ [2]/[1] }*100	[4]	[5]	[6]={ [4]/[2] }*100	[7]={ [5]/[2] }*100
Promot er and Promot er Group	E- Voting	13029561	13029561	100	13029561	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	13029561	13029561	100	13029561	0	100	0
Public Institut ions	E- Voting	587	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institut ions	E- Voting	19665350	684281	3.48	684280	1	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	19665350	684281	3.48	684280	1	100	0
Total		32695498	13713842	41.94	13713841	1	100	0

Wanbury Limited								
Resolution Required: (Ordinary)			4 - Ratification of Remuneration payable to M/s. GMVP & Associates LLP, Cost Auditor, Mumbai, for conducting Cost Audit for the Financial Year 2022-2023.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Catego ry	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polle d on outst andin g share s	No. of Votes - in favour	No. of Vot es - Ag ain st	% of Votes in favour on votes polled	% of Votes again st on votes polle d
		[1]	[2]	[3]={[2]/[1] }*100	[4]	[5]	[6]={[4]/[2]} *100	[7]={[5]/[2] }*100
Promot er and Promot er Group	E- Voting	13029561	13029561	100	13029561	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	13029561	13029561	100	13029561	0	100	0
Public Institut ions	E- Voting	587	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institut ions	E- Voting	19665350	684281	3.48	684280	1	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	19665350	684281	3.48	684280	1	100	0
Total		32695498	13713842	41.94	13713841	1	100	0

Wanbury Limited								
Resolution Required: (Special)			5 - Re-appointment of Mr. K. Chandran as Wholetime Director of the Company (DIN - 00005868) for a period of three years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Catego ry	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polle d on outst andin g share s	No. of Votes - in favour	No. of Vot es - Ag ain st	% of Votes in favour on votes polled	% of Votes again st on votes polle d
		[1]	[2]	[3]={ [2]/[1] }*100	[4]	[5]	[6]={ [4]/[2] }*100	[7]={ [5]/[2] }*100
Promot er and Promot er Group	E- Voting	13029561	13029561	100	13029561	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	13029561	13029561	100	13029561	0	100	0
Public Institut ions	E- Voting	587	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institut ions	E- Voting	19665350	684281	3.48	684280	1	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	19665350	684281	3.48	684280	1	100	0
Total		32695498	13713842	41.94	13713841	1	100	0



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FORM NO. MGT-13

SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND E-VOTING

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014

To

The Chairman

Wanbury Limited

BSEL Tech Park

B-Wing, 10th Floor, Sector 30-A,

Opp. Vashi Railway Station,

Vashi, Navi Mumbai - 400 703

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and evoting conducted during the Annual General Meeting, for the 34th Annual General Meeting of Wanbury Limited held on Wednesday, 28th September, 2022 at 11:30 a.m. through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM').

I, Kala Agarwal, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **Wanbury Limited** ("the Company") for the purpose of Remote E-voting and E-voting at AGM taken on the below mentioned resolutions at the **34th Annual General Meeting of the Equity Shareholders of Wanbury Limited** held on Tuesday, 28th September, 2022 at 11:30 A.M. through **Video Conferencing ('VC') /Other Audio Visual Means ('OAVM')**, submit my report as under:

The notice dated 22nd June, 2022, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, 13th January, 2021 and 5th May, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020, January 15, 2021 and May 13, 2022.

The Company had provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The book closure started from Thursday, 22nd September, 2022 and ended on Wednesday, 28th September, 2022. The shareholders of the Company holding shares as on 21st September, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and downloaded from the e-voting website of CDSL in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted and the results were prepared.

I have scrutinized and reviewed the remote e-voting and e-voting done during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of remote e-voting and e-voting during the AGM in respect of the said resolutions:

ORDINARY BUSINESS:**Item No. 1- Ordinary Resolution-****Adoption of Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31st March, 2022 and the Report of the Board of Directors and the Auditors thereon:**

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
339	1,37,13,841	100%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

ORDINARY BUSINESS:**Item No. 2- Ordinary Resolution-****Appointment of a Director in place of Mr. K. Chandran (DIN: 00005868), who retires by rotation and being eligible, offers himself for re-appointment:**

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
339	1,37,13,841	100%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

ORDINARY BUSINESS:

Item No. 3- Ordinary Resolution-

Appointment of Statutory Auditor M/s. V. Parekh & Associates, Chartered Accountants, (FRN: 107488W), to hold office from the conclusion of 34th AGM until the conclusion of 39th Annual General Meeting:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
339	1,37,13,841	100%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

SPECIAL BUSINESS:

Item No. 4- Ordinary Resolution-

Ratification of remuneration payable to M/s. GMVP & Associates LLP, Cost Auditor, Mumbai for conducting cost audit for the Financial Year 2022-23:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
339	1,37,13,841	100%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

SPECIAL BUSINESS:

Item No. 5- Special Resolution-

Re-Appointment of Mr. K. Chandran (DIN - 00005868) as Wholetime Director of the Company for a period of three years:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
339	1,37,13,841	100%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

All of the above five (5) Resolutions mentioned in the Notice of the AGM dated 22nd June, 2022 as per the details mentioned above stand "PASSED" under Remote E-voting and voting conducted during the AGM through E-voting with requisite majority and hence deemed to be passed as on the date of AGM.

I hereby confirm that I am maintaining the Register received from CDSL electronically in respect of Remote E-voting conducted before the AGM and E-voting conducted during the AGM. I shall arrange to hand over these records to the Authorized Person/Director(s) of the Company for safe keeping, after the Chairman signs the Minutes.

Thanking You,
Yours Faithfully,

KALA AGARWAL
(PRACTISING COMPANY SECRETARY)
COP: 5356

Place: Mumbai
Date: 28th September, 2022
UDIN: F005976D001069456